



Board Meeting

Tuesday, September, 13, 2022 - 4:30 PM

Shorewood Village Hall

Attendees: Jean Casey, Rose Spano Ianeli, Steve Kavalauskas, Patrick Kessenich, Melissa Marschka, Mary McCormick, Sadhna Morato-Lindvall, Alan Purintun, Jamie Reeve, Saj Thachenkary, Rebecca Osborn and Christa Shields.

Excused: Carolyn Curran, Matt Simon

Associate: Annysa Johnson

Guest: Janet Henning, Shorewood BID Executive Director

1. Meeting was called to order at 4:30 p.m.

2. Welcome/Introductions: President Morato-Lindvall welcomed new board members Rebecca Osborn and Christa Shields and Shorewood Business Improvement District (BID) Executive Director Janet Henning. Board members and staff introduced themselves.

3. Guest Presentation: Ms. Henning provided board members with an overview of the Shorewood BID and her role. She said the BID's budget is funded 95% through the businesses' fee assessment, which she said is the lowest in southern Wisconsin. Ms. Henning acknowledged that local businesses, particularly restaurants, have struggled during the pandemic and while some have closed, others are expected to open soon, and additional recruitment efforts are ongoing. The BID currently supports three major events: The fall Feast, summer Criterium bike races and Winterfest. The BID is looking to add a fourth event, possibly in spring. She thanked the Foundation for its generous support of BID events and said they could not take place without that support. She fielded questions from board members, including those regarding the BID's Shorewood Feast sponsorship requests, increasing from \$5,000 to \$7,500 to \$10,000 over three past years. Ms. Henning said event expenses rose significantly, but she hoped they would remain stable moving forward. She said she would be happy to share event financials with the Foundation, and agreed to provide a list of BID member businesses and Feast Dinner attendees whom the foundation also could solicit for donations.

4. Review/Approval of Minutes: Treasurer Kavalauskas and Director Purintun proposed the following edits to the minutes of the July 2022 board meeting: a) to include the

discussion/vote regarding the Foundation's Shorewood Today contract; and b) clarification of board start dates for Directors Purintun and McCormick, who are currently in the second year of their last term. Director McCormick moved to amend the minutes; Director Thachenkary seconded the motion. Purintun moved to adopt the minutes as amended. Thachenkary seconded the motion. The board voted unanimously to adopt the amended minutes for the July 2022 meeting.

5. Bylaws Amendment: Board members discussed whether the Foundation should amend its bylaws to eliminate its open meetings requirement, a remnant of its earlier years when it was more closely associated with the Village government. Board members supported eliminating the provision as long as the Foundation maintained its emphasis on transparency. Director Kessenich moved to strike the open meetings requirement; Director Ianelli seconded the motion. The board voted unanimously to adopt the change.

6. Treasurer's Report: Treasurer Kavalauskas shared copies of the latest budget and grant report. Highlights-for the two-month period ending 8/31/22 include the following:

- Amount available for new grants is about \$18,700, down \$21,000 since last report. There were \$18,000 in new grants, \$5,000 in marketing expenses for Shorewood Today, and donations of \$2,000.
- Dedicated Funds - The Fourth of July dedicated fund is up \$1,400 and a new fund for Friends of Shorewood Nature Preserve received almost \$2,000.
- Grants to be paid are \$7,800 - \$5,800 for Shorewood Nature Preserve assessment, \$1,000 for DEI Youth programming, and \$1,000 for the Women's History project.
- YTD revenue - Contributions for the Foundation are up about \$2,000; dedicated funds are up about \$3,000.
- YTD expenses - Grants paid is up approximately \$29,000 (\$18,000 fireworks, \$10,000 Shorewood Feast, \$1,000 DEI Youth programming) and marketing is up \$5,000 for Shorewood Today Support.
- Benjamin fund and Habeck fund are both up slightly since the last report.

Director Purintun asked for clarification on how appeals are reflected in the budget report. After some discussion, President Morato-Lindvall offered to meet with Treasurer Kavalauskas and Director Purintun to review and address any additional reporting needs.

7: Committee Reports:

Grants: Chair Reeve reported that there were no new grants submitted since the Foundation's July board meeting.

Development: Co-Chair Kessenich welcomed new committee member Director Shields and said the committee is beginning to meet to plan and execute the upcoming Annual Appeal. To date, discussions have focused on the mailing list options and limitations. The goal is to have the

mailing delivered to recipients in late October or early November.

Marketing/Communications/Events: Co-chair Casey updated board members on the recent Shorewood Feast volunteer bartending activity, of which a portion of tips were directed to support the Foundation. She reminded board members, if they wish, to submit their bartending licensing fee for reimbursement to Treasurer Kavalauskas. Co-chair Thachenkary reported more than \$400 in cash tips were at the stand at the end of the evening. Co-Chair Casey will follow up with Draft and Vessel owner Nat Davauer to finalize and receive the full amount of cash and credit card tips. Co-Chair Thachenkary informed the board of the committee's upcoming meeting with the editor and advertising leader of Shorewood Today to better understand what the Foundation gets in return for its \$5,000 annual investment. The committee will report back to the board on those discussions in November. Co-Chair Thachenkary also requested a future meeting with the Foundation President and Village management to revisit and set clear expectations regarding the Foundation's funding of Fourth of July festivities.

Audit and Finance: Director Purinton informed the board that he has assembled a workgroup to develop stewardship policies for the \$3.25 million Habeck gift. The workgroup expects to have a working draft to share with the board at its November meeting. On behalf of Chair Simon, Treasurer Kavalauskas reported on talks with the accounting firm Scribner, Cohen & Co. regarding the annual audit outlined in the Foundation's bylaws. President Morato-Lindvall added that Chair Simon did not recall an audit being conducted for the Foundation during his tenure. Scribner recommends in lieu of a formal audit that the Foundation complete a comprehensive review of all financial records and processes. The committee expects to have an estimated cost of this review for the November board meeting.

Board Development/Nominating Committee: President Morato-Lindvall shared that there is a "handful" of prospective board members in the pipeline. She reminded chairs that due to our updated bylaws, they may invite up to two citizen members to serve on their committees for a one-year term, both to support committee initiatives and to serve a potential steppingstone to a board seat.

Adjournment: Director Casey moved to adjourn the meeting; Director Spano Ianelli seconded the motion. Board members unanimously approved the motion to adjourn the meeting at 5:44 p.m.